

IN THE UNITED STATES DISTRICT COURT FOR THE
MIDDLE DISTRICT OF ALABAMA, NORTHERN DIVISION

REGIONS ASSET COMPANY, *
Plaintiff, *
VS: * CIVIL ACTION NO.
* 2:06cv882-MHT
REGIONS UNIVERSITY, INC. *
Defendant. *

DECLARATION OF DR. REX A. TURNER, JR.

I, Dr. Rex A. Turner, Jr., declare and say:

1. I am president of Regions University.
2. Our institution was accredited in 1989 by the Commission on Colleges of the Southern Association of Colleges and Schools [SACS], and in December 2005 it received a ten year reaffirmation for accreditation to offer its degree programs.
3. The institution was named Southern Christian University when it was selected in 1999 by the United States Department of Education to be part of a Distance Education Demonstration Program authorized by United States Congress. Congress enacted legislation that was known as the Fifty-Fifty Rule that applied to all institutions, and simply meant that an institution could not offer more than fifty percent of its academic programs by distance learning or have more than fifty percent of its students enrolled in distance learning courses. If the institution failed to abide by the Fifty-Fifty Rule, it would immediately lose student Federal Financial Aid Eligibility. We were chosen as an initial participant in the Distance Education Demonstration Program. During the time of the project, only students from those institutions

that were selected as participants were allowed to receive Federal Financial Aid for up to one hundred percent of their enrollment in distance education. After the successful completion of this project, the Fifty-Fifty Rule was repealed so that 100% of students could participate in distance learning. The change was incorporated into the Higher Education Reconciliation Act, thereby "opening up" distance education for more students at more accredited universities.

The participants in the Distance Education Demonstration Program were either "non-profit schools" such as Florida State University, a state school, or "for-profit schools" such as Capella University. Our institution is a non-profit school. The "for-profit" institutions had snappy two word names such as: Kaplan University (parent company Washington Post, Inc.); Walden University (parent company Laureate, Inc.); Capella University (Capella Education, Inc.); and Post University (Post University, Inc.). Our school's name was laborious compared to the others. I became interested in a more concise name like the "for-profit" schools.

4. Southern Christian University while participating in this program, expanded its reach to students throughout the United States and abroad. Outside of the southern United States, we perceived there was reluctance for students to enroll in a school whose name included either the word "Southern" or the word "Christian." Since we were expanding outside the southern United States, that is, into the area in which Regions Bank does not have a presence, we decided that we needed a different name to assist us in recruiting students in areas that were not southern such as the west and in other countries.

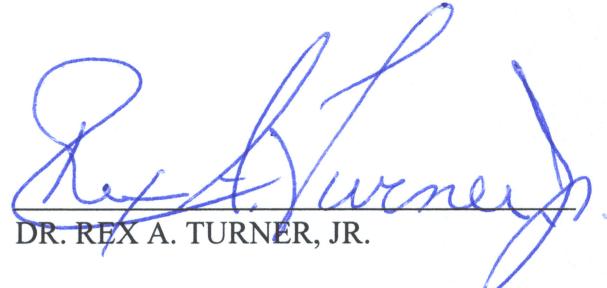
5. I wanted a name with just two words like those of the "for-profit" schools participating in the Distance Education Demonstration Program. The names I considered for that purpose were Masters University; Rex University; Turner University; Greystone University;

Royal University; Regions University; Providence University and Regal University. Each of them has the snappy two word appeal that I associated with the "for-profit" names.

6. After changing our name to Regions University, we have become registered, as required by Idaho law, with the Idaho State Board of Education as an accredited post-secondary institution and we have received a certification of exempt status from the registration requirements in Utah, having met the requirements of being accredited by a Regional Accrediting organization (the Commission on Colleges of the Southern Association of Colleges and Schools). Once we were approved, we began to advertise in those two states. We received approval on August 23, 2007 by the Arizona State Board for Private Postsecondary Education to operate in the state of Arizona. We will begin advertising in Arizona in September 2007. We have made plans to be licensed in all of the other states of the union regardless of whether Regions Bank has a presence or not. We have commenced advertising in New York and Illinois.

I declare under penalty of perjury that the above facts are true to the best of my knowledge.

Executed August 23, 2007.



DR. REX A. TURNER, JR.

STATE OF ALABAMA)
COUNTY OF MONTGOMERY)

I, the undersigned, a Notary Public in and for said county in said state, hereby certify that **DR. REX A. TURNER, JR.**, whose name is signed to the foregoing Declaration and who is known to me, acknowledged before me on this day that, being informed of the contents of said instrument, he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 13th day of August, 2007.

Elaine Lawrence
NOTARY PUBLIC
My Commission Expires: 12-8-10

/s/victor t. hudson
VICTOR T. HUDSON (HUD012)
Attorney for defendant

OF COUNSEL:

HUDSON & WATTS, LLP
P.O. Box 989
Mobile, AL 36601
(251) 432-7200 Phone

James E. Shlesinger, Esquire
SHLESINGER, ARKWRIGHT & GARVEY, LLP
1420 King Street, Suite 600
Alexandria, VA 22314

CERTIFICATE OF SERVICE

I hereby certify that on August 24th, 2007 I electronically filed the foregoing with the Clerk of the Court using the CM/ECF system which will send notification of such filing to:

William Pecau, Esq.
STEPTOE & JOHNSON LLP
1330 Connecticut Avenue, NW
Washington, DC 20036

Charles B. Paterson, Esq.
Paul A. Clark, Esq.
BALCH & BINGHAM, LLP
105 Tallapoosa Street, Suite 200
Montgomery, Alabama 36104

/s/VICTOR T. HUDSON